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Secretary of State
State of California

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RESTATED
ARTICLES OF INCORPORATION

The undersigned certify that:

1. They are the chair of the board and the secretary, respectively, of Black Rock Solar, Inc., a California corporation.
2. The Articles of Incorporation of this corporation are amended and restated to read as follows:

ARTICLE I.
NAME

The name of this corporation is: Black Rock Labs.

ARTICLE II.
PURPOSES

This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for charitable purposes. Such purposes for which this corporation is formed are exclusively charitable and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or any corresponding provision of any future United States internal revenue law). The specific and primary purposes for which this corporation is formed are:

- A. to accelerate the deployment of next generation intelligent solutions for renewable energy systems, water efficiency systems, habitat structures, and waste streams; and
- B. to expand the use of intelligent renewable energy, water, habitat, and waste solutions through art, innovation, and education; and
- C. to engage in educational public advocacy concerning renewable energy resources, water resources, efficient buildings, and low waste technologies and environmental issues provided such activities are done subject to and within the limits set by the Internal Revenue Code Section 501(h) election; and
- D. to provide affordable and quality renewable energy, water, habitat and low impact waste and other civic and social welfare as may be permitted to be carried on by this corporation; and
- E. to engage in any lawful act or activity for which a nonprofit corporation may be organized under the California Nonprofit Public Benefit Corporation Law and consistent with Section 501(c)(3) of the Internal Revenue Code.

ARTICLE III.
POWERS

This corporation shall have all the powers of a natural person, subject only to any limitations imposed by these articles of incorporation, the bylaws of this corporation and applicable law. Notwithstanding the preceding statement of powers, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of this corporation.

ARTICLE IV.
RESTRICTIONS

A. This corporation is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or any corresponding provision of any future United States internal revenue law) and meeting the requirements of Revenue and Taxation Code Section 214. Notwithstanding any other provision of these articles of incorporation, this corporation shall not carry on any activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or any corresponding provision of any future United States internal revenue law) or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or any corresponding provision of any future United States internal revenue law).

B. No substantial part of the activities of this corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, and this corporation shall not, directly or indirectly, participate or intervene in any political campaign (including the publication or distribution of statements) on behalf of, or in opposition to, any candidate for public office.

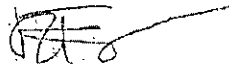
ARTICLE V.
DEDICATION

The property of this corporation is irrevocably dedicated to charitable and educational purposes meeting the requirements of Revenue and Taxation Code Section 214, and no part of the net earnings or assets of this corporation shall ever inure to the benefit of any director, officer, trustee or member of this corporation or to the benefit of any private individual whatsoever (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes). Upon the dissolution or winding up of this corporation, after paying or adequately providing for the debts, obligations and liabilities thereof, the remaining assets shall be distributed, for use in furtherance of the purposes of this corporation as set forth in these articles of incorporation, to one or more nonprofit funds, foundations or corporations, that are then in existence, which are organized and operated exclusively for charitable and/or educational purposes meeting the requirements of Revenue and Taxation Code Section 214, and which are exempt from taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 (or any corresponding provision of any previous or future United States internal revenue law).

3. The foregoing amendment and restatement of Articles of Incorporation has been duly approved by the board of directors.
4. The corporation has no members.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Date: April 12, 2017



David Shearer, Chair of the Board



Matt Cheney, Secretary